

# 2007 FOR PROFIT CORPORATION ANNUAL REPORT

**FILED**  
**May 01, 2007 8:00 am**  
**Secretary of State**

05-01-2007 90048 004 \*\*\*150.00

**DOCUMENT # 804210**

1. Entity Name  
**INTERNATIONAL BUSINESS MACHINES CORPORATION**



Principal Place of Business  
**DEPT. 10-64A  
NEW ORCHARD ROAD  
ARMONK, NY 10504 US**

Mailing Address  
**NORTH CASTLE DRIVE  
C/O STATE & LOCAL TAX  
ARMONK, NY 10504 US**

**40096447**



2. Principal Place of Business - No P.O. Box #

3. Mailing Address

Suite, Apt. #, etc.

Suite, Apt. #, etc.

04192007 Chg-P CR2E034 (12/06)

City & State

City & State

4. FEI Number

**13-0871985**

Applied For

Not Applicable

Zip

Country

Zip

Country

5. Certificate of Status Desired ☐

**\$8.75 Additional  
Fee Required**

6. Name and Address of Current Registered Agent

7. Name and Address of New Registered Agent

**CT CORPORATION SYSTEM  
1200 S. PINE ISLAND ROAD  
PLANTATION, FL 33324**

Name

Street Address (P.O. Box Number is Not Acceptable)

City

**FL**

Zip Code

8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.

SIGNATURE

Signature, typed or printed name of registered agent and title if applicable.

(NOTE: Registered Agent signature required when re-registering)

DATE

**FILE NOW!!! FEE IS \$150.00  
After May 1, 2007 Fee will be \$550.00**

9. Election Campaign Financing  
Trust Fund Contribution. ☐

**\$5.00 May Be  
Added to Fees**

10. OFFICERS AND DIRECTORS

11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 11

TITLE  
NAME  
STREET ADDRESS  
CITY-ST-ZIP  
**CEO  
PALMISANO, SAMUEL J  
NEW ORCHARD ROAD  
ARMONK, NY 10504** ☐ Delete

TITLE  
NAME  
STREET ADDRESS  
CITY-ST-ZIP  
☐ Change ☐ Addition

TITLE  
NAME  
STREET ADDRESS  
CITY-ST-ZIP  
**SVP  
MACDONALD, RANDALL J  
C/O NEW ORCHARD ROAD  
ARMONK, NY 10504** ☐ Delete

TITLE  
NAME  
STREET ADDRESS  
CITY-ST-ZIP  
☐ Change ☐ Addition

TITLE  
NAME  
STREET ADDRESS  
CITY-ST-ZIP  
**SVP  
LINEEN, EDWARD  
NEW ORCHARD ROAD  
ARMONK, NY 10504** ☒ Delete

TITLE  
NAME  
STREET ADDRESS  
CITY-ST-ZIP  
**SVP  
DOUGLAS T. ELIX  
NEW ORCHARD RD.  
ARMONK, NY 10504** ☐ Change ☒ Addition

TITLE  
NAME  
STREET ADDRESS  
CITY-ST-ZIP  
**S  
ODONNELL, DANIEL  
NEW ORCHARD ROAD  
ARMONK, NY 10504** ☐ Delete

TITLE  
NAME  
STREET ADDRESS  
CITY-ST-ZIP  
☐ Change ☐ Addition

TITLE  
NAME  
STREET ADDRESS  
CITY-ST-ZIP  
**SVP  
DONOFRIO, NICHOLAS M.  
NEW ORCHARD RD  
ARMONK, NY 10504** ☐ Delete

TITLE  
NAME  
STREET ADDRESS  
CITY-ST-ZIP  
☐ Change ☐ Addition

TITLE  
NAME  
STREET ADDRESS  
CITY-ST-ZIP  
**T  
GREENE, JESSE J JR  
NEW ORCHARD ROAD  
ARMONK, NY 10504** ☐ Delete

TITLE  
NAME  
STREET ADDRESS  
CITY-ST-ZIP  
☐ Change ☐ Addition

12. I hereby certify that the information supplied with this filing does not qualify for the exemptions contained in Chapter 119, Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.

**SIGNATURE:**

*M. D. Fleischer*

**M. D. FLEISCHER-DIR TAX OPS.**

Date

Daytime Phone #

**4/20/07**

ATTACHMENT 40096447  
# 804210

POWER OF ATTORNEY

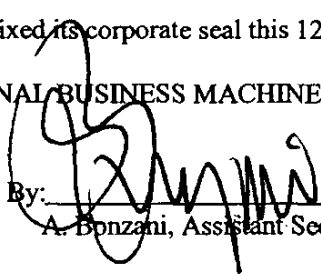
INTERNATIONAL BUSINESS MACHINES CORPORATION (hereinafter referred to as "IBM"), a corporation duly organized and existing under the laws of the state of New York, United States of America, with principal offices at New Orchard Road, Armonk, New York 10504, United States of America, hereby appoints MICHAEL D. FLEISCHER to be the Attorney of IBM, during the period of March 1, 2007 through February 29, 2008, to perform all or any of the following acts, namely:

1. to prepare, to sign, to file and to deliver all tax returns of IBM, and reports and compilations of information connected therewith, for any governmental agency, department of instrumentality, and to make any payments with respect thereto;
2. to perform all acts necessary in relation to the aforesaid powers conferred and to effect the purposes thereof;
3. to issue letters of instruction regarding the appropriate withholding tax rate applicable to royalties payable to IBM pursuant to agreements in place between IBM and any party including, without limitation, IBM direct and indirect subsidiaries; and
4. to sign all foreign tax forms related to applications of reduced withholding taxes for associated royalty and dividend payments.

AND IBM hereby ratifies and confirms all acts necessary to execute the powers hereby conferred.

IN WITNESS WHEREOF, IBM has affixed its corporate seal this 12th day of February, 2007.

INTERNATIONAL BUSINESS MACHINES CORPORATION

By:   
A. Bonzani, Assistant Secretary

UNITED STATES OF AMERICA     )  
STATE OF NEW YORK            ) ss.:  
COUNTY OF WESTCHESTER     )

On this 12th day of February, 2007, before me came A. Bonzani, who, to me known, did depose and say that he is the Assistant Secretary of International Business Machines Corporation, the corporation described in and which executed the above instrument; that he knows the seal of said corporation and that the seal affixed to said instrument is such corporate seal.

  
Notary Public

PAMELA C. MCMINN  
NOTARY PUBLIC - STATE OF NY  
NO. 01MC6046719  
QUALIFIED IN WESTCHESTER COUNTY  
COMM. EXPIRES AUGUST 21, 2010



ATTACHMENT  
40096447  
804210

### Elected Director Listing

Name	Election Date	Addresses
Samuel J. Palmisano	2003	c/o IBM Corporation New Orchard Road Armonk, NY 10504
Joan E. Spero	2004	c/o IBM Corporation New Orchard Road Armonk, NY 10504
Sidney Taurel	2001	c/o IBM Corporation New Orchard Road Armonk, NY 10504
Charles M. Vest (Dr.)	1994	c/o IBM Corporation New Orchard Road Armonk, NY 10504
Lorenzo H. Zambrano	2003	c/o IBM Corporation New Orchard Road Armonk, NY 10504
Cathleen Black	1995	c/o IBM Corporation New Orchard Road Armonk, NY 10504
Kenneth I. Chenault	1998	c/o IBM Corporation New Orchard Road Armonk, NY 10504
Juergen Dormann	2005	c/o IBM Corporation New Orchard Road Armonk, NY 10504

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**Elected Director Listing**

<b>Name</b>	<b>Election Date</b>	<b>Addresses</b>
Michael L. Eskew	2005	c/o IBM Corporation New Orchard Road Armonk, NY 10504
Shirley Ann Jackson	2005	c/o IBM Corporation New Orchard Road Armonk, NY 10504
James W. Owens	2006	c/o IBM Corporation New Orchard Road Armonk, NY 10504
Minoru Makihara	2005	c/o IBM Corporation New Orchard Road Armonk, NY 10504
Lucio A. Noto	1995	c/o IBM Corporation New Orchard Road Armonk, NY 10504



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**Elected Officer Listing**

Samuel J. Palmisano	Chairman, President & Chief Executive Officer	New Orchard Road Armonk, NY 10504
Nicholas M. Donofrio	Executive Vice President, Innovation & Technology	New Orchard Road Armonk, NY 10504
Douglas T. Elix	Sr. Vice President, & Group Executive, Sales & Distribution	North Castle Drive Armonk, NY 10504
J. Bruce Harreld	Sr. Vice President, Marketing & Strategy	New Orchard Road Armonk, NY 10504
Paul M. Horn	Sr. Vice President, Research	1101 Kitchawan Rd. Rte 134/PO Box 218 Yorktown Heights, New York 10598
Jon C. Iwata	Sr. Vice President, Communication	New Orchard Road Armonk, NY 10504
Michael E. Daniels	Sr. Vice President, Global Technology Services IBM Global Services	Route 100 Somers, NY 10589
John E. Kelly III	Sr. Vice President, Technology & Intellectual Property	Route 100 Somers, NY 10589
Mark Loughridge	Sr. Vice President & CFO	New Orchard Road Armonk, NY 10504
J. Randall MacDonald	Sr. Vice President, Human Resources	New Orchard Road Armonk, NY 10504



## Elected Officer Listing

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# 804210

Steven A. Mills	Sr. Vice President, & Group Executive Software Group	Route 100 Somers, NY 10589
Robert W. Moffat, Jr.	Sr. Vice President, Integrated Operations	New Orchard Road Armonk, NY 10504
Linda S. Sanford	Sr. Vice President, Enterprise on Demand Transformation	Route 100 Somers, NY 10589
Virginia M. Rometty	Senior Vice President, Global Business Services IBM Global Services	Route 100 Somers, NY 10589
Jesse J. Greene, Jr.	Vice President & Treasurer	New Orchard Road Armonk, NY 10504
Daniel E. O'Donnell	Vice President, Asst. General Counsel & Secretary	New Orchard Road Armonk, NY 10504
Timothy S. Shaughnessy	Vice President & Controller	New Orchard Road Armonk, NY 10504
William M. Zeitler	Sr. Vice President & Group Executive Systems & Technology Group	Route 100 Somers, NY 10589
Robert C. Weber	Sr. Vice President Legal and Regulatory Affairs, And General Counsel	New Orchard Road Armonk, NY 10504